

# **EXHIBIT 1**

**IN THE UNITED STATES DISTRICT COURT  
FOR THE NORTHERN DISTRICT OF ILLINOIS  
EASTERN DIVISION**

**UL LLC,**

Plaintiff,

v.

**JOSHUA CALLINGTON,**

Defendant.

Case No. 1:24-cv-05631

Hon. Andrea R. Wood

**DECLARATION OF MICHAEL SPERBER IN SUPPORT OF PLAINTIFF'S MOTION  
FOR A LIMITED PRELIMINARY INJUNCTION**

I, Michael Sperber, do hereby declare and state:

1. I am over 18 years of age, and if called to testify, I would be competent to testify as to what is set forth in this Declaration.
2. The facts set forth in this Declaration are based on my own personal knowledge.
3. I am currently employed by UL LLC (“UL”) as a Senior Business Manager – Responsible Sourcing. I have held this position since April 1, 2025. In my role, I am the head of UL’s Responsible Sourcing business. I am very knowledgeable about and familiar with that business. When I accepted my current role on April 1, 2025, I had worked in the Responsible Sourcing Department between approximately April 2019 and April 2023. Between my current role and my previous role in Responsible Sourcing, I worked for UL for approximately three years as a Senior Sales Manager in the customer operating unit at UL that includes Responsible Sourcing.
4. Our customers retain UL and its Responsible Sourcing personnel to conduct confidential social responsibility compliance assessments and audits. These audits assess

workplace conditions within a customer's supply chain, such as whether the suppliers' physical plant and facility conditions and treatment of employees is fair, safe, and ethical.

**5.** We strive to highly train our auditors in how best to plan, navigate, and complete UL's social compliance auditing process. We have created our own internal processes to guide the completion of audits.

**6.** To complete the audits, UL's audit services require both customers and their suppliers to provide confidential information to UL's auditors. This confidential information includes, but is not limited to, access to their facilities, internal processes, employment records, payroll records, timecards, human resources records, citizenship verification records, etc. Auditors also conduct interviews of the suppliers' employees and managers. Auditors then review and compile this information and other confidential information obtained from customers and their suppliers to prepare a draft audit report, using the processes, guidelines, templates, and checklists provided by UL. The audit report also incorporates the documents and information received from the customers and suppliers.

**7.** The audit report is then reviewed by an internal UL review team to ensure compliance with our required processes, procedures, and guidelines. Following the internal review and resolution of any outstanding issues, the report is provided to UL's customer and, in some instances, the supplier.

**8.** When completing an audit for a customer, a UL auditor typically will also take photos of a supplier's facilities, equipment, machinery, and set-up processes.

**9.** The audit report itself is marked confidential stating:

“This report contains privileged or confidential information and cannot be distributed without Client consent. ...”

*See Sealed Exhibit 1, Example of Callington Completed Audit Reports.*

**10.** The audit report process also includes a checklist where the auditor has been trained to customize and complete the checklist depending on the customer's needs and suggestions.

**11.** UL has expended a great deal of time, brainpower, and financial resources internally to develop and maintain the confidentiality of our own auditor training programs, auditing policies, quality standards and tools, grading matrix, workplace assessment criteria, workflow processes, and levels of review.

**12.** Because of this, UL takes numerous steps to try to maintain the secrecy of our internal documentation, policies and procedures, processes and workflow, assessment criteria and methods, and information provided by our customers to complete our audits.

**13.** UL has developed and maintains a number of policies, agreements, and procedures to safeguard our confidential business information while utilizing the information confidentially with the customer and the customers' suppliers.

**14.** UL's internal documentation, approaches and guidelines mentioned above concerning the preparation of audit reports are not publicly known or available to the public, and should be disclosed only to those UL employees who require the information to complete their job duties. Additionally, UL discloses the audit reports only to the customer after completion of the audit.

**15.** Further, the audit reports themselves contain confidential information related to the customers and suppliers UL is auditing, including contact information of key individuals.

**16.** Moreover, UL's contracts with its customers contain non-disclosure of confidential business information obligations. UL's auditors also have non-disclosure and other confidentiality agreements in place. These agreements cover confidential business information,

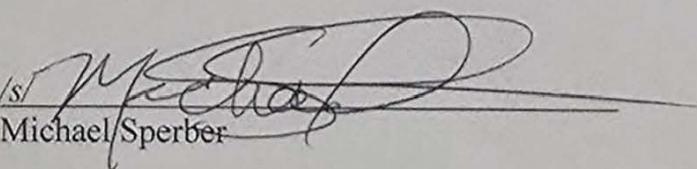
including, but not limited to, employee and management interview notes, descriptions and internal photos of the suppliers' facilities, internal processes, personnel files and employment records, payroll records, timecards, citizenship verification records, and workplace safety policies, practices and status of machinery and equipment.

17. UL also maintains an expectation that virtually all auditors hold active memberships with the Association of Professional Social Compliance Auditors, which expects members to demonstrate a high standard of ethics and requires members to maintain the confidentiality of information gathered in connection with social compliance audits.

18. It is vitally important not only for the auditor's safety, but also for the sustainability of UL's business, that information received and used by UL's auditors, UL's internal documentation, policies, workflow processes and procedures for completing audits, as well as the customer and supplier information we receive, is kept strictly confidential.

Pursuant to 28 U.S.C. § 1746, I declare under penalty of perjury that the foregoing is true and correct.

Dated this 20 day of May, 2025.

  
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Michael Sperber

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# **EXHIBIT 1**

**Provisionally  
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